

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:	)	Chapter 11
	)	
VOYAGER DIGITAL HOLDINGS, INC. <i>et al.</i> , <sup>1</sup>	)	Case No. 22-10943 (MEW)
	)	
Debtors.	)	(Jointly Administered)
	)	

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**THIRD SUPPLEMENTAL DECLARATION OF JARED DERMONT IN  
SUPPORT OF APPLICATION OF THE DEBTORS AND DEBTORS IN  
POSSESSION FOR ENTRY OF ORDER AUTHORIZING EMPLOYMENT  
AND RETENTION OF MOELIS & COMPANY LLC AS INVESTMENT  
BANKER EFFECTIVE AS OF THE PETITION DATE**

I, Jared Dermont, declare, pursuant to 28 U.S.C. § 1746, under penalty of perjury that:

1. I am a Managing Director at the investment banking firm of Moelis & Company LLC (“Moelis”).
2. I am authorized to make this third supplemental declaration (the “Supplemental Declaration”) as a supplement to my declaration dated July 20, 2022 (the “Original Declaration,” attached as Exhibit A to the *Application of Debtors and Debtors in Possession for Entry of an Order Authorizing the Employment and Retention of Moelis & Company LLC as Investment Banker and Financial Advisor Effective as of the Petition Date* (the “Application,” Docket No. 117),<sup>2</sup> my First Supplemental Declaration dated August 2, 2022 (the “First Supplemental Declaration,” Docket No. 214), and my Second Supplemental Declaration dated October 19, 2022 (the “Second Supplemental Declaration,” Docket No. 576, and together with the Original Declaration and the First Supplemental Declaration, the “Prior Declarations”).

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Voyager Digital Holdings, Inc. (7687); Voyager Digital Ltd. (N/A); and Voyager Digital, LLC (8013). The location of the Debtors’ principal place of business is 33 Irving Place, Suite 3060, New York, NY 10003.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings given to them in the Application.

3. The facts set forth in this Supplemental Declaration are based upon my personal knowledge, upon information and belief, and upon client matter records kept in the ordinary course of business that were reviewed by me or other employees of Moelis under my supervision and direction.

4. After filing my Prior Declarations, the Debtors provided additional entities they had identified as potential parties in interest (the “**Supplemental Potential Parties in Interest**”), a list of which is attached hereto as **Schedule 1** (the “**Supplemental Potential Parties in Interest List**”). Moelis (a) researched its internal records to determine whether Moelis has any connections with the parties listed on Schedule 1; and (b) issued a general inquiry to certain of its officers with respect to certain of the Potential Parties in Interest.

5. Based on the results of the above research and inquiry, I believe that Moelis remains a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code and does not hold or represent an interest adverse to the Debtors’ estate.

6. To the extent that I have been able to ascertain to date that Moelis has been engaged within the last three years or is currently engaged by any of the Supplemental Potential Parties in Interest (or their affiliates, as the case may be) in matters unrelated to these cases, such facts are disclosed on Schedule 2 attached hereto. Schedule 2 also sets forth certain other relationships Moelis has identified with certain Supplemental Potential Parties in Interest.

7. Consistent with the Application and the Initial Declaration, Moelis reaffirms that it will make continued inquiries, on a periodic basis, with additional disclosures to this Court if necessary or otherwise appropriate.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Executed October 20, 2022.

/s/ Jared Dermont

Jared Dermont  
Managing Director  
Moelis & Company LLC

## **SCHEDULE 1**

### **Potential Parties in Interest**

**List of Schedules**

<b><u>Schedule</u></b>	<b><u>Category</u></b>
1(a)	UCC Professionals
1(b)	UCC Members
1(c)	U.S. Trustee Personnel
1(d)	Notice of Appearance / Pro Hac Vice
1(e)	Potential M&A Counterparties
1(f)	Minority Shareholders
1(g)	Litigation
1(h)	Customers

**(a) UCC Professionals**

McDermott Will & Emery LLP  
FTI CONSULTING, INC.  
CASSELS BROCK & BLACKWELL LLP

**(b) UCC Members**

Russell G. Stewart

Jason Raznick

Brandon Muillenberg

Richard Kiss

Chirsopher Moser

Byron Walker

Melissa Freedman

Adam Freedman

**(c) U.S. Trustee Personnel**

Victor Abriano  
James Gannone  
Nadkarni Joseph  
Ercilia A. Mendoza  
Mary V. Moroney  
Alaba Ogunleye  
Ilusion Rodriguez  
Sylvester Sharp  
Madeleine Vescovacci

**(d) Notice of Appearance / Pro Hac Vice**

Kelleher Place Management, LLC  
Horwood Marcus & Berk Chartered  
Sullivan & Cromwell LLP  
The Levitt Group  
**BALLARD SPAHR LLP**  
Wachtell, Lipton, Rosen & Katz  
Jaffe Raitt Heuer & Weiss, P.C.  
**FORSHEY & PROSTOK LLP**  
Murphy Place Management LLC  
Brown Rudnick LLP  
State of Wisconsin and its Department of Financial Institutions  
Illinois Secretary of State  
Georgia Department of Banking and Finance  
**McGRAIL & BENSINGER LLP**  
Akerman LLP  
A. Manny Alicandro, Esq  
McCarthy, Lebit, Crystal & Liffman Co., LPA  
Barski Law PLC  
**JOHNSON, POPE, BOKOR, RUPPEL & BURNS, LLP**  
Vermont Department of Financial Regulation  
Texas State Securities Board  
Office of Attorney General of Texas  
Liz George and Associates  
J. Singer Law Group, PLLC  
**GOLDSTEIN & MCCLINTOCK LLLL**  
**LAW OFFICES OF DOUGLAS T. TABACHNIK, P.C.**  
Buchalter, A Professional Corporation  
**PULMAN, CAPPUCCIO & PULLEN, LLP**  
**ALDRIDGE PITE, LLP**  
Wells Fargo Bank, N.A

**(e) Potential M&A Counterparties**



**(f) Minority Shareholders**

Shikar S. Partab

**(g) Litigation**

Mark Cuban

**(h) Customers**

Jon Quezada  
Noha Ali  
Nada Ali  
Jennifer Walsh  
Nick Nardone  
Christine Marcy  
Jack Beeler  
John Ruda  
Kim Bohle  
Josh Ragusa  
Jeremy McAleer  
Marquis Velazquez  
Dlany Connyn  
Chris Mirabs  
Shaik Taj Baba  
Christopher Rouse  
Xiang Chi  
Grant Pritchard  
Ryan Hourigan  
Aristea Theodoropoulos  
Sariena Carmichael  
Ryan Bednarski  
William George  
Trevor Brucker  
Dawei (David) Hu  
Xiaojie Dai  
Gregory Foss  
Gerardo Pedraza  
Alireza Johartchi  
Analicia Van  
Vincent T. Sasso  
Digant Goyal  
Lisa Dagnoli  
Niraj Jani  
Jacoub Hammodeh  
Daniel Hawley  
Jacob Redburn  
Donald Angle  
Juewett Bostwick  
Zainab Ali

## **SCHEDULE 2**

### **Relationship with Potential Parties in Interest**

Moelis (and its financial advisory affiliates) has been engaged within the last three years or is currently engaged by the following Potential Parties in Interest (or one or more of their affiliates, as the case may be) in matters unrelated to these chapter 11 cases (including where the Potential Party in Interest was only a member of an official or an ad hoc creditor committee or an equity committee):

#### **NOTICE OF APPEARANCE / PRO HAC VICE – PAST CLIENTS AND/OR AFFILIATES**

- Wells Fargo Bank, N.A

#### **TRANSACTION COUNTERPARTIES – PAST CLIENTS AND/OR AFFILIATES**

